

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

W.R. GRACE & CO., *et al.*,

Debtors.

Chapter 11

Case No. 01-01139 (JKF)

Jointly Administered

Related Docket Nos. 19581, 19620

**DECLARATION OF ALLEN SCHWARTZ
IN SUPPORT OF MOTION TO STRIKE
THE EXPERT REPORT OF
DR. WHITEHOUSE OR, IN THE
ALTERNATIVE, COMPEL THE
PRODUCTION OF THE WITHHELD
DATABASES AND DOCUMENTS UPON
WHICH HE RELIES AND FOR ENTRY OF
A CONFIDENTIALITY ORDER**

I, ALLEN SCHWARTZ, declare as follows:

1. I am an associate with the firm of O'Melveny & Myers LLP ("OMM").

OMM is counsel of record for Arrowood Indemnity Company, f/k/a Royal Indemnity Company ("Arrowood"), in the above captioned bankruptcy case. I submit this declaration based on my review of files in the possession of my firm. I also submit this affirmation to put before the Court the true and correct copies of the documents listed in this declaration, and if called as a witness, I could and would testify thereto.

2. I attach as exhibit A a true and correct copy of Transcript of Motion Hearing, December 15, 2008.

3. I attach as exhibit B a true and correct copy of a letter from Allen Schwartz to Daniel C. Cohn, March 10, 2009.

4. I attach as exhibit C a true and correct copy of a letter from Allen Schwartz to Daniel C. Cohn, March 16, 2009.

5. I attach as exhibit D a true and correct copy of a letter from Allen Schwartz to Daniel C. Cohn, March 17, 2009.

6. I attach as Exhibit E a true and correct copy of the email from Christopher M. Condon to Allen Schwartz, March 11, 2009.

7. I attach as Exhibit F a true and correct copy of the Libby Claimants' Response to Debtors' Request for the Production of Documents, February 20, 2009.

8. I attach as exhibit G a true and correct copy of the transcript of the Videotaped Deposition of Dr. Alan C. Whitehouse, March 19, 2009.

9. I attach as exhibit H a true and correct copy of Expert Report of Dr. Whitehouse, September 25, 2006.

10. I attach as exhibit I a true and correct copy of Arrowood's Document Requests Directed to W.R. Grace & Company In Connection With The Joint Plan of Reorganization, January 5, 2009.

11. I attach as exhibit J a true and correct copy of Mary A. Doney's First Request to Arrowood For Production of Documents, January 23, 2009.

12. I attach as exhibit K a true and correct copy of Joinder of Vern Byington In the Debtors', Asbestos PI Future Claimants' Representative's, and Official Committee of Asbestos Personal Injury Claimants' First Set of Requests To Arrowood for the Production of Documents, January 23, 2009.

13. I attach as exhibit L a true and correct copy of Vern Byington's First Set of Interrogatories To MCC, January 23, 2009.

14. I attach as exhibit M a true and correct copy of Joinder of Mary A. Doney in the Debtors', Asbestos PI Future Claimants' Representative's, and Official Committee of Asbestos

Personal Injury Claimants' First Set of Requests To MCC for the Production of Documents, January 23, 2009.

15. I attach as exhibit N a true and correct copy of Mary A. Doney's First Interrogatories to CNA, January 23, 2009.

16. I attach as exhibit O a true and correct copy of Mary A Doney's First Request to CNA for Production of Documents, January 23, 2009.

17. I attach as exhibit P a true and correct copy of the Notice of Service of Dr Whitehouse's Supplemental Expert Report, dkt. no. 21018, March 16, 2009.

18. I attach as exhibit Q a true and correct copy of Dr. Whitehouse's Supplemental Expert Report, March 16, 2009.

19. I attach as exhibit R a true and correct copy of Libby Claimants' Response to Official Committee of Asbestos Personal Injury Claimants' First Set of Requests for the Production of Documents, February 20, 2009.

20. I attach as exhibit S a true and correct copy of the March 17, 2009 email from Cristopher M. Candon to Allen Schwartz and Tancred Schiavoni.

21. I attach as exhibit U a true and correct copy of the from March 26, 2009 through March 31, 2009 email from Daniel C. Cohn to Grace's attorneys Brian Stansbury and Lisa Esiayan.

22. I attach as exhibit V a true and correct copy Notice of Deposition of Dr. Alan Whitehouse, dkt. no. 20970, March 31, 2009.

23. I attach as exhibit W a true and correct copy of the March 17, 2009 email from Tancred Schiavoni to Daniel C. Cohn and Cristopher M. Candon, and the attached proposed protective order.

24 I attach as exhibit X a true and correct copy of the March 11, 2009 letter from Allen Schwartz to Janet Baer, counsel for the Debtors, requesting Libby Claimant databases.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Executed: April 8, 2009
New York, New York

/s/ Allen Schwartz
Allen Schwartz